

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

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SHAW FAMILY ARCHIVES, LTD., EDITH :  
MARCUS, and META STEVENS, :  
 :  
Plaintiffs, : 05 Civ. 3939 (CM)  
 :  
-against- : Hon. Colleen McMahon  
 :  
CMG WORLDWIDE, INC. and MARILYN :  
MONROE LLC, :  
 :  
Defendants. :  
 :  
-----X

**DECLARATION OF TAL DICKSTEIN**

1. I am an attorney with the firm of Loeb & Loeb, LLP, counsel to Defendant Marilyn Monroe LLC ("MMLLC") in the above entitled action. I have personal knowledge of the facts stated herein and submit this declaration in support of Defendants' Opposition to Plaintiffs' Motion to Withdraw Counts 1-8 of Plaintiffs' Second Amended Complaint Without Prejudice and in support of Defendants' Cross-Motion to Dismiss Counts 1 and 2 of Plaintiffs' Second Amended Complaint With Prejudice.
2. Attached hereto as Exhibit A is a true and correct copy of Defendants' Memorandum of Law in Support of Motion to Dismiss Plaintiffs' Second Amended Complaint and for a Limited Stay of Discovery dated September 4, 2007.
3. Attached hereto as Exhibit B is a true and correct copy of Plaintiffs' Memorandum of Law in Support of Plaintiffs' Opposition to Defendants' Motion to Dismiss Count Nine of the Second Amended Complaint and for a Limited Stay of Discovery dated November 6, 2007.
4. Attached hereto as Exhibit C is a true and correct copy of a letter dated November 28, 2007 from MMLLC's counsel to the Court.

5. Attached hereto as Exhibit D is a true and correct copy of the November 29, 2007 Order entered in this action.
6. Attached hereto as Exhibit E is a true and correct copy of the December 12, 2007 Memorandum Endorsement entered in this action.
7. Plaintiffs' Notice of Motion to Withdraw Counts 1-8 of the Plaintiffs' Second Amended Complaint Pursuant to Fed. R. Civ. P. 41(a)(2) dated December 16, 2007 was not served on Defendants until December 17, 2007. Attached hereto as Exhibit BB is a true and correct copy of an automatic ECF email notification indicating that Plaintiffs' Motion to Withdraw Counts 1-8 of the Second Amended Complaint Without Prejudice was served on December 17, 2007.
8. Attached hereto as Exhibit F is a true and correct copy of Defendants' Initial Disclosures pursuant to Rule 26(a) dated June 30, 2006.
9. Attached hereto as Exhibit G is a true and correct copy of Plaintiffs' Initial Disclosures pursuant to Rule 26(a) dated July 10, 2006.
10. Attached hereto as Exhibit H is a true and correct copy of MMLLC's First Set of Document Requests to Plaintiffs dated December 28, 2006.
11. Attached hereto as Exhibit I is a true and correct copy of MMLLC's Second Set of Document Requests to Plaintiffs dated July 17, 2007.
12. Attached hereto as Exhibit J is a true and correct copy of MMLLC's Third Set of Document Requests to Plaintiffs dated October 30, 2007.
13. Attached hereto as Exhibit K is a true and correct copy of Plaintiffs' Responses and Objections to MMLLC's First Set of Document Requests dated February 19, 2007.


14. Attached hereto as Exhibit L is a true and correct copy of Plaintiffs' Responses and Objections to MMLLC's Second Set of Document Requests dated August 24, 2007.
15. Attached hereto as Exhibit M is a true and correct copy of Plaintiffs' Responses and Objections to MMLLC's Third Set of Document Requests dated November 29, 2007.
16. Attached hereto as Exhibit N is a true and correct copy of Plaintiffs' First Demand for Production of Documents dated October 8, 2006.
17. Attached hereto as Exhibit O is a true and correct copy of MMLLC's Responses and Objections to Plaintiffs' First Demand for Production of Documents dated December 26, 2006.
18. Attached hereto as Exhibit P is a true and correct copy of Plaintiffs' Second Set of Document Requests to Defendants dated July 16, 2007.
19. Attached hereto as Exhibit Q is a true and correct copy of Defendants' Responses and Objections to Plaintiffs' Second Set of Document Requests dated August 27, 2007.
20. Attached hereto as Exhibit R is a true and correct copy of MMLLC's First Set of Interrogatories to Plaintiffs dated January 11, 2007.
21. Attached hereto as Exhibit S is a true and correct copy of MMLLC's Second Set of Interrogatories to Plaintiffs dated October 30, 2007.
22. Attached hereto as Exhibit T is a true and correct copy of Plaintiffs' Responses and Objections to MMLLC's First Set of Interrogatories dated March 2, 2007.
23. Attached hereto as Exhibit U is a true and correct copy of Plaintiffs' Responses and Objections to MMLLC's Second Set of Interrogatories dated November 30, 2007.
24. Attached hereto as Exhibit V is a true and correct copy of Plaintiffs' First Set of Interrogatories to Defendants dated February 1, 2007

25. Attached hereto as Exhibit W is a true and correct copy of Defendants' Responses and Objections Plaintiffs' First Set of Interrogatories dated March 19, 2007. Exhibit W has been designated Highly Confidential pursuant to the Stipulation and Protective Order dated February 2, 2007, and is being filed with the court under seal.
26. Attached hereto as Exhibit X is a true and correct copy of the May 29, 2006 Case Management Plan entered in this action.
27. Attached hereto as Exhibit Y is a true and correct copy of the August 3, 2006 Memo Endorsement entered in this action.
28. Attached hereto as Exhibit Z is a true and correct copy of Magistrate Judge Fox's June 15, 2007 Scheduling Order entered in this action.
29. Attached here to as Exhibit AA is a true and correct copy of the November 5, 2007 Order entered in this action.
30. According to the docket in this action, the parties appeared for pretrial conferences before Magistrate Judge Fox on the following dates: July 6, 2006, September 5, 2006, October 6, 2006, November 12, 2006, December 6, 2006, December 19, 2006, January 13, 2007, February 8, 2007, February 22, 2007, June 26, 2007, July 31, 2007, September 7, 2007, October 12, 2007, November 28, 2007, December 4, 2007, December 21, 2007, December 26, 2007.
31. Since Loeb & Loeb, LLP was substituted as counsel of record for MMLLC by Stipulation and Order dated September 26, 2007, MMLLC has spent hundreds of thousands of dollars, and hundreds of attorney and paralegal hours, preparing and responding to discovery, much of which concerned Counts 1-8 of the Plaintiffs' Second Amended Complaint.
32. MMLLC's Principal, Anna Strasberg is a senior citizen.

I declare under penalty of perjury under the laws of the United States that the foregoing is true and correct.

Dated: New York, New York  
January 16, 2008

LOEB & LOEB LLP

By:   
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*Attorneys for Defendant Marilyn Monroe LLC*